

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

REGINA PALMAN on behalf of herself and all
other similarly situated employees,

Plaintiff,

vs.

CVS CAREMARK CORP.,

Defendant.

Case No.: 10-cv-2075-JFB-ARL

DECLARATION OF JEANNE
D'ESPOSITO IN SUPPORT OF
PLAINTIFF'S MOTION TO PROCEED
AS A COLLECTIVE ACTION
PURSUANT TO 29 U.S.C. § 216(b)

Pursuant to 28 U.S.C. § 1746, JEANNE D'ESPOSITO, ESQ., hereby declares as follows:

1. I am an attorney admitted to practice in the State of New York and the United States District Court for the Eastern District of New York. Through my firm Lowey Dannenberg Cohen & Hart, P.C., I am one of the attorneys for Plaintiff Regina Palman ("Plaintiff") and the proposed class in this action.

2. This declaration is submitted in support of Plaintiff's Motion to Proceed as a Collective Action Pursuant to 29 U.S.C. § 216(b), for Approval of Proposed Notice and for Expedited Discovery to Facilitate Notice to Potential Members of the Class. I have personal knowledge of the facts set forth below and/or I am informed as to the facts stated herein. Accordingly I could and would testify competently if called upon to do so.

3. Attached hereto as Exhibit A is a true and correct copy of the proposed notice.

4. Attached hereto as Exhibit 1 is a true and correct copy of excerpts from the transcript of the deposition of Plaintiff Regina Palman, taken on February 22, 2011.

5. Attached hereto as Exhibit 2 is a true and correct copy of excerpts from the transcript of the deposition of Plaintiff Kedra Collins, taken on February 23, 2011.

6. Attached hereto as Exhibit 3 is a true and correct copy of excerpts from the transcript of the deposition of Plaintiff Anita Hillary, taken on April 8, 2011.

7. Attached hereto as Exhibit 4 is a true and correct copy of excerpts from the transcript of the deposition of Plaintiff James Renfro, taken on August 17, 2011.

8. Attached hereto as Exhibit 5 is a true and correct copy of excerpts from the transcript of the deposition of Plaintiff Dina Jankowski, taken on April 13, 2011.

9. Attached hereto as Exhibit 6 is a true and correct copy of excerpts from the transcript of the deposition of Plaintiff Srdjan Radulovic, taken on June 28, 2011.

10. Attached hereto as Exhibit 7 is a true and correct copy of excerpts from the transcript of the deposition of Plaintiff Jennifer McIlwain, taken on June 30, 2011.

11. Attached hereto as Exhibit 8 is a true and correct copy of a document titled "Operations Manual – Employee Purchases/Packages, Bag Checks" bearing Bates numbers, CVSPALMAN 0005730-31, which was marked as Exhibit 10 at the March 8, 2011 deposition of Judith A. Hughes.

12. Attached hereto as Exhibit 9 is a true and correct copy of excerpts from the transcript of the deposition of CVS' 30(b)(6) witness, Judith A. Hughes, taken on March 8, 2011.

13. Attached hereto as Exhibit 10 is a true and correct copy of excerpts from the transcript of the deposition of Angie Spinola, taken on July 12, 2011.

14. Attached hereto as Exhibit 11 is a true and correct copy of a document titled "SMD Baseline Practices" bearing Bates numbers, CVSPALMAN 0005762-63, which was marked as Exhibit 8 at the March 8, 2011 deposition of Judith A. Hughes.

15. Attached hereto as Exhibit 12 is a true and correct copy of a document titled "Skill #24 Closing The Store SM 502400" bearing Bates numbers, CVSPALMAN 0000191-212, which was marked as Exhibit 13 at the March 8, 2011 deposition of Judith A. Hughes.

16. Attached hereto as Exhibit 13 is a true and correct copy of a document titled "Closing the Store," which was marked as Exhibit 7 at the March 9, 2011 deposition of Angela Hay.

17. Attached hereto as Exhibit 14 is a true and correct copy of a document titled "SuccesSSS Stock-Shop-Service Policies and Required Forms" bearing Bates numbers, CVSPALMAN 0001413-35.

18. Attached hereto as Exhibit 15 is a true and correct copy of excerpts from the transcript of the deposition of Michael Silveira, taken on July 13, 2011.

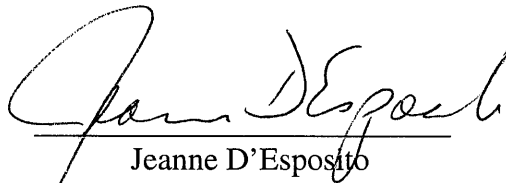
19. Attached hereto as Exhibit 16 is a true and correct copy of a compilation of the correspondence between Plaintiff and CVS, which was marked as Exhibit 1 at the March 8, 2011 deposition of Judith A. Hughes.

20. Attached hereto as Exhibit 17 is a true and correct copy of a document titled "CVS Caremark LP Baseline Practice Review" bearing Bates Numbers, CVSPALMAN 0006347-55.

21. Attached hereto as Exhibit 18 is a true and correct copy of Plaintiffs' Responses to Defendant's First Interrogatories to Plaintiff.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 6, 2012.



Jeanne D'Esposito